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STATUTORY AND GENERAL INFORMATION

FURTHER INFORMATION ABOUT OUR GROUP

Incorporation of Our Company

Our Company was established as a joint stock company with limited liability under the laws of the PRC on December 18, 2018. Our Company has established a place of business in Hong Kong at Room 1919, 19/F, Lee Garden One, 33 Hysan Avenue, Causeway Bay, Hong Kong, and has been registered as a non-Hong Kong company in Hong Kong under Part 16 of the Companies Ordinance. Ms. Fong Christine Haiman (方希琳) has been appointed as our authorized representative for acceptance of service of process and notices in Hong Kong, whose correspondence address is the same as our place of business in Hong Kong.

As our Company is incorporated in the PRC, our operations are subject to the relevant laws and regulations of the PRC. A summary of our Articles of Association and relevant aspects of PRC law is set out in “Regulatory Overview” in this document and “Taxation and Foreign Exchange,” “Summary of Principal Legal and Regulatory Provisions” and “Summary of the Articles of Association” in Appendices III, IV and V to this document, respectively.

Changes in the Share Capital of our Company

The changes in the share capital of our Company during the two years immediately preceding the date of this document are set out as follows:

- (i) On December 12, 2024, our registered capital was increased from RMB444,354,471 to RMB453,657,471.
- (ii) On March 24, 2025, our registered capital was increased from RMB453,657,471 to RMB467,814,084.

Save as disclosed in “History, Development and Corporate Structure” and above, there has been no alteration in the share capital of our Company within the two years immediately preceding the date of this document.

Changes in the Share Capital of Our Subsidiaries

Details of our subsidiaries are set out in “History, Development and Corporate Structure — Our Major Subsidiaries” and Note 1 to the Accountants’ Report as set out in Appendix I to this document.

The following sets out the changes in the share capital of our subsidiaries within the two years immediately preceding the date of this document:

Xiamen Hongxinchuang

On April 2, 2025, the registered capital of Xiamen Hongxinchuang increased from RMB130,000,000 to RMB190,000,000.

Save as disclosed above, there has been no alteration in the registered capital of our subsidiaries within the two years immediately preceding the date of this document.

Resolutions of the Shareholders

Pursuant to a general meeting held on December 1, 2025, the Shareholders resolved that, among others:

- (a) the [REDACTED] by our Company of H Shares with a nominal value of RMB1.00 each and such H Shares being [REDACTED] on the Stock Exchange;

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- (b) the number of H Shares to be [REDACTED] shall not be more than [REDACTED] of the total issued share capital of our Company as enlarged by the [REDACTED] (without taking into account any H Shares which may be [REDACTED] upon the exercise of the [REDACTED]), and the grant of the [REDACTED] in respect of not more than [REDACTED] of the number of H Shares initially available under the [REDACTED];
- (c) subject to the completion of the [REDACTED], the conditional adoption of the Articles of Association (which shall become effective on the [REDACTED]), and authorization to the Board to amend the Articles of Association to the extent necessary in accordance with the laws, regulations and regulatory rules and requirements from relevant government bodies or regulatory authorities and for the purpose of the [REDACTED]; and
- (d) authorization of the Board or its authorized individual(s) to handle all matters relating to, among other things, the [REDACTED], the [REDACTED] and the [REDACTED] of H Shares on the Stock Exchange.

FURTHER INFORMATION ABOUT OUR BUSINESS

Summary of Material Contracts

Our Group has entered into the following contracts (not being contracts entered into in the ordinary course of business) within the two years immediately preceding the date of this document that are or may be material to us:

- (a) a capital increase agreement dated December 3, 2024, entered into among our Company and Hosintai Enterprise Management Partnership (L.P.) (深圳宏芯泰企業管理合夥企業(有限合夥)), pursuant to which Hosintai Enterprise Management Partnership (L.P.) subscribed for 9,303,000 Shares at a total consideration of RMB27,909,000;
- (b) a share subscription agreement dated February 28, 2025, entered into among our Company and Liu Junli (劉駿立), pursuant to which Liu Junli subscribed for 2,000,000 Shares at a total consideration of RMB46,000,000;
- (c) a share subscription agreement dated February 28, 2025, entered into among our Company and Shanghai Longyu Investment Consulting Co., Ltd. (上海龍昱投資諮詢有限公司), pursuant to which Shanghai Longyu Investment Consulting Co., Ltd. subscribed for 1,109,325 Shares at a total consideration of RMB25,514,475;
- (d) a share subscription agreement dated February 28, 2025, entered into among our Company and Wang Bangye (王邦燁), pursuant to which Wang Bangye subscribed for 10,000,000 Shares at a total consideration of RMB230,000,000;
- (e) a share subscription agreement dated February 28, 2025, entered into among our Company and Wang Jianfeng (王建峰), pursuant to which Wang Jianfeng subscribed for 1,047,288 Shares at a total consideration of RMB24,087,624; and
- (f) the [REDACTED].

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Our Intellectual Property Rights

Trademarks

As of the Latest Practicable Date, we had registered the following trademarks which we considered to be material to our business:

No.	Trademark	Registration number	Registered owner	Place of registration	Class	Expiry date
1		42600323	Our Company	PRC	9	November 27, 2030
2		42607127	Our Company	PRC	9	August 20, 2030
3		42628636	Our Company	PRC	9	August 27, 2030
4		43085277	Our Company	PRC	42	October 6, 2030
5		43098090	Our Company	PRC	9	October 6, 2030
6		44604610	Our Company	PRC	9	December 27, 2030
7		44606739	Our Company	PRC	42	December 20, 2030
8		47240212	Our Company	PRC	42	April 13, 2031
9		49525887	Our Company	PRC	42	June 6, 2031
10		49526336	Our Company	PRC	9	May 27, 2031
11		49712515	Our Company	PRC	42	June 6, 2031
12		49715697	Our Company	PRC	9	September 13, 2031
13		54430533	Our Company	PRC	9	January 20, 2032
14		54438053	Our Company	PRC	42	December 20, 2031
15		65479099	Our Company	PRC	9	January 20, 2034
16		65479361	Our Company	PRC	9	January 13, 2033
17		72435065	Our Company	PRC	9	October 20, 2034

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No.	Trademark	Registration number	Registered owner	Place of registration	Class	Expiry date
18		72437025	Our Company	PRC	9	October 13, 2034
19		37525672	Our Company	PRC	9	April 20, 2030
20		42607136	Our Company	PRC	42	August 20, 2030
21		42608641	Our Company	PRC	42	September 6, 2030
22		306609466	Our Company	Hong Kong	9	July 10, 2034
23		306609475	Our Company	Hong Kong	9	July 10, 2034

Patents

As of the Latest Practicable Date, we had registered the following patents which we considered to be material to our business:

No	Registered Owner	Patent Name	Patent Number	Jurisdiction of Registration	Type	Date of Application
1	Our Company	Memory Storage Device Testing Method and Non-Volatile Computer-Readable Storage Medium (存儲器存儲裝置的檢測方法及非瞬時計算機可讀取記錄媒體)	CN202410940225.9	PRC	Invention	July 15, 2024
2	Our Company	A Chip Maximum Frequency Prediction Method, Apparatus, Device and Medium (一種芯片極限頻率的預測方法、裝置、設備及介質)	CN202311134151.1	PRC	Invention	September 5, 2023
3	Our Company	Chip Bonding Method, Structure and Memory (芯片鍵合方法、結構及存儲器)	CN202310391678.6	PRC	Invention	April 13, 2023
4	Our Company	Firmware Programming Method, Firmware Programming System and Memory Storage Device (固件燒錄方法、固件燒錄系統及存儲器存儲裝置)	CN202211507872.8	PRC	Invention	November 29, 2022

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No	Registered Owner	Patent Name	Patent Number	Jurisdiction of Registration	Type	Date of Application
5	Our Company	A Chip Packaging Apparatus, Method and Packaged Chip (一種芯片封裝裝置、方法及封裝芯片)	CN202211065246.8	PRC	Invention	September 1, 2022
6	Our Company	Device Control Method and Mobile Storage Device (裝置控制方法與移動存儲裝置)	CN202210182395.6	PRC	Invention	February 25, 2022
7	Our Company	Boot Method, Memory Storage Device and Memory Controller (開機方法、存儲器存儲裝置及存儲器控制器)	CN202111665455.1	PRC	Invention	December 31, 2021
8	Our Company	Rapid Card Initialization Method, Device and Computer-Readable Storage Medium (快速開卡方法、設備及計算機可讀存儲介質)	CN202111681407.1	PRC	Invention	December 31, 2021
9	Our Company	Cache Management Method, Apparatus, Storage Device and Readable Storage Medium (緩存管理方法、裝置、存儲設備和可讀存儲介質)	CN202111109154.0	PRC	Invention	September 22, 2021
10	Our Company	A Hybrid Decoding Method, Storage Device Controller and Storage System (一種混合解碼方法、存儲裝置控制器及存儲系統)	CN202110796421.X	PRC	Invention	July 14, 2021
11	Our Company	Target Data Decoding Method, Apparatus, Electronic Device and Storage Device (目標數據的解碼方法、裝置、電子設備和存儲裝置)	CN202110797618.5	PRC	Invention	July 14, 2021
12	Our Company	Server and Data Processing Method Thereof (服務器及其數據處理方法)	CN202110384276.4	PRC	Invention	April 9, 2021
13	Our Company	Mapping Information Management Method, Memory Storage Device and Memory Controller (映射信息管理方法、存儲器存儲裝置及存儲器控制器)	CN202110369184.9	PRC	Invention	April 6, 2021

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No	Registered Owner	Patent Name	Patent Number	Jurisdiction of Registration	Type	Date of Application
14	Our Company	Memory Management Method, Memory Storage Device and Memory Controller (存儲器管理方法、存儲器存儲裝置及存儲器控制器)	CN202110266841.7	PRC	Invention	March 11, 2021
15	Our Company	Data Processing Method in Multi-Processor System and Multi-Processor System (多處理器系統數據處理方法及多處理器系統)	CN202011056600.1	PRC	Invention	September 29, 2020
16	Our Company	Memory Control Method, Memory Storage Device and Memory Controller (存儲器控制方法、存儲器存儲裝置及存儲器控制器)	CN202010474553.6	PRC	Invention	May 29, 2020
17	Our Company	Storage Device Test Management Method and Storage Device Test Management System (存儲裝置測試管理方法以及存儲裝置測試管理系統)	CN201910893405.5	PRC	Invention	September 20, 2019
18	Our Company	Integrated Circuit Die Mounting Method and Semiconductor Device (集成電路晶粒貼裝方法及半導體器件)	CN201910785619.0	PRC	Invention	August 23, 2019
19	Our Company	Leakage Current Test Board and Leakage Current Test System (漏電流測試板和漏電流測試系統)	CN202520968968.7	PRC	Utility model	May 16, 2025
20	Hefei Kaimeng	Storage Area Management Method and Storage Device (存儲區域管理方法與存儲裝置)	CN202410931426.2	PRC	Invention	July 12, 2024
21	Hefei Kaimeng	Data Management Method and Storage Device (數據管理方法與存儲裝置)	CN202410764362.1	PRC	Invention	June 14, 2024
22	Hefei Kaimeng	Memory Management Method and Memory Controller (存儲器管理方法及存儲器控制器)	CN202410764363.6	PRC	Invention	June 14, 2024
23	Hefei Kaimeng	System Mode Control Method and Storage Device (系統模式控制方法及存儲裝置)	CN202410764371.0	PRC	Invention	June 14, 2024

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No	Registered Owner	Patent Name	Patent Number	Jurisdiction of Registration	Type	Date of Application
24	Hefei Kaimeng . . .	A Storage Chip Testing Apparatus (一種存儲芯片測試裝置)	CN202310647655.7	PRC	Invention	June 1, 2023
25	FlySlice	A Cache Management Method, Storage Array Controller, Apparatus, Device and Medium (一種緩存管理方法、存儲陣列控制器、裝置、設備及介質)	CN202411637673.8	PRC	Invention	November 15, 2024
26	FlySlice	A Storage Array Cache Management Method, Apparatus, Controller and Medium (一種存儲陣列的緩存管理方法、裝置、控制器及介質)	CN202411637675.7	PRC	Invention	November 15, 2024
27	FlySlice	A Storage Array Controller, Storage Array System and Data Processing Method (一種存儲陣列控制器、存儲陣列系統及數據處理方法)	CN202411637672.3	PRC	Invention	November 15, 2024
28	FlySlice	A Convolution Operation Hardware Accelerator and Data Processing Method (一種卷積運算硬件加速器及數據處理方法)	CN202111596275.2	PRC	Invention	December 24, 2021
29	FlySlice	Floating-Point Operation Fixed-Point Conversion Method and System (浮點運算定點化方法及系統)	CN201710606500.3	PRC	Invention	July 24, 2017
30	FlySlice	A Method for Improving OpenCL Hardware Execution Efficiency (一種提高OpenCL硬件執行效率的方法)	CN201610039665.2	PRC	Invention	January 20, 2016
31	FlySlice	Storage Array and Storage System (陣列存儲器及存儲系統)	CN202420656008.2	PRC	Utility model	March 29, 2024
32	FlySlice	BGA Chip Connection Circuit and Printed Wiring Board (BGA芯片連接電路及印刷線路板)	CN202321860023.0	PRC	Utility model	July 14, 2023

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No	Registered Owner	Patent Name	Patent Number	Jurisdiction of Registration	Type	Date of Application
33	FlySlice	A Method and System for Dynamic Concurrent Control of a Storage Array Based on Cache Water Level (一種基於緩存水位的存儲陣列並發動態控制方法及系統)	CN202610369510.9	PRC	Invention	March 25, 2026

Copyrights

As of the Latest Practicable Date, we had the following copyrights which we considered to be material to our business:

No.	Copyright Name	Registered Owner	Registration Number	Place of Registration	Date of Registration
1	Wafer customs data statistics software (晶圓報關數據統計軟件)	Company	2021SR0996386	PRC	July 7, 2021
2	HOSIN Global HG-2309 firmware file encryption and decryption software (宏芯宇HG-2309之韌體檔案加解密軟件)	Company	2020SR0448674	PRC	May 13, 2020
3	HOSIN Global HG-2309 static data verification software (宏芯宇HG-2309之靜態資料校驗軟件)	Company	2020SR0438719	PRC	May 12, 2020
4	HOSIN Global HG-2309 random logic block address storage optimization software (宏芯宇HG-2309之隨機邏輯區塊位址存儲優化軟件)	Company	2020SR0109011	PRC	January 20, 2020
5	HOSIN Global HG-2270 bad block recognition software (宏芯宇HG-2270之壞塊識別軟件)	Company	2020SR0073312	PRC	January 15, 2020
6	HOSIN Global HG-2270 errors checking correction system and verifying software (宏芯宇HG-2270之錯誤檢查糾正系統驗證軟件)	Company	2020SR0073607	PRC	January 15, 2020
7	HOSIN Global HG-2309 the system by obtaining hardware ID locking the usage rights of software (宏芯宇HG-2309之通過獲取硬件ID鎖定軟件使用權軟件)	Company	2019SR1296266	PRC	December 5, 2019
8	HOSIN Global HG-2270 software for sampling and testing the stability of flash memory blocks (宏芯宇HG-2270之抽樣檢測閃存區塊穩定度軟件)	Company	2019SR1127309	PRC	November 7, 2019

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No.	Copyright Name	Registered Owner	Registration Number	Place of Registration	Date of Registration
9	HOSIN Global HG-2309 the intelligent batch file formatting software HG-2309 (宏芯宇HG-2309之智能系統批量格式化軟件)	Company	2019SR1122569	PRC	November 6, 2019
10	HOSIN Global HG-2309 the distributed data configuration and transfer software (宏芯宇HG-2309之分散式資料配置搬移軟件)	Company	2019SR1122562	PRC	November 6, 2019
11	HOSIN Global HG-2270 the software that maximizing the use of flash blocks (宏芯宇HG-2270之最大化使用閃存區塊軟件)	Company	2019SR1122556	PRC	November 6, 2019
12	HOSIN Global HG-2309 flash memory and controller chip matching software (宏芯宇HG-2309之快閃記憶體與控制芯片匹配軟件)	Company	2019SR1122753	PRC	November 6, 2019
13	HOSIN Global HG-2309 data frequency bandwidth scanning software (宏芯宇HG-2309之掃描資料頻帶寬度軟件)	Company	2019SR1122825	PRC	November 6, 2019
14	HOSIN Global test results analyzer software (宏芯宇測試結果分析器軟件)	Company	2019SR1081018	PRC	October 24, 2019
15	HOSIN Global HG-2270 storage block erasing software (宏芯宇HG-2270之存儲區塊抹寫均化軟件)	Company	2019SR1042688	PRC	October 14, 2019
16	Mass production software for SSD (SSD的量產開卡軟件)	Xiamen Hongxinchuang	2022SR1562342	PRC	November 23, 2022
17	SSD mass production data recording and analysis software (SSD量產數據記錄及分析軟件)	Xiamen Hongxinchuang	2022SR1562343	PRC	November 23, 2022
18	SSD anomaly debugging software (SSD異常調試軟件)	Xiamen Hongxinchuang	2022SR1560889	PRC	November 23, 2022
19	UFS storage test platform software (UFS存儲測試平台軟件)	Xiamen Hongxinchuang	2022SR1551893	PRC	November 21, 2022
20	eMMC storage test platform software (eMMC存儲測試平台軟件)	Xiamen Hongxinchuang	2022SR1551892	PRC	November 21, 2022
21	SSD data read and write speed monitoring software (SSD數據讀寫速度監測軟件)	Xiamen Hongxinchuang	2022SR1335841	PRC	August 30, 2022

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No.	Copyright Name	Registered Owner	Registration Number	Place of Registration	Date of Registration
22	NandFlashDie selection software (NandFlashDie挑選軟件)	Xiamen Hongxinchuang	2022SR1294709	PRC	August 26, 2022
23	SSD-based flash chip timing detection software (基於SSD的閃存芯片時序檢 測軟件)	Xiamen Hongxinchuang	2022SR1294721	PRC	August 26, 2022
24	Mass production capacity calibration and verification software for SSD (SSD的量產容量校準及校驗軟件). . .	Xiamen Hongxinchuang	2022SR1294710	PRC	August 26, 2022
25	Memory controller chip security monitoring system (存儲器控制芯片 安全監控).	Xiamen Hongxinchuang	2021SRE029406	PRC	November 11, 2021
26	UFS/SSD data flow analysis software (UFS/SSD數據流分析軟件)	Shanghai HOSIN Global	2023SR1561131	PRC	December 5, 2023
27	The ATE express interface testing software for SSD chip (SSD芯片ATE 高速接口測試軟件)	Shanghai HOSIN Global	2023SR1561187	PRC	December 5, 2023
28	NVMe SSD functional test platform software (NVMe SSD功能測試平台軟 件).	Shanghai HOSIN Global	2023SR1561274	PRC	December 5, 2023
29	NVMe SSD mass production performance tuning software (NVMe SSD量產性能調優軟件).	Shanghai HOSIN Global	2023SR1552746	PRC	December 4, 2023
30	Chip internal register debugging software (芯片內部寄存器調試軟件) .	Shanghai HOSIN Global	2023SR1060795	PRC	September 14, 2023
31	NVMe SSD data flow analysis and debugging software (NVMe SSD數據 流分析調試軟件)	Shanghai HOSIN Global	2023SR0992636	PRC	August 31, 2023
32	The ATE test data characterization analyzing software for SSD chip (SSD芯片ATE測試數據特性分析軟 件).	Shanghai HOSIN Global	2023SR0798616	PRC	July 5, 2023
33	SSD data encryption and decryption testing software (SSD數據加解密測試 軟件)	Shanghai HOSIN Global	2023SR0798751	PRC	July 5, 2023
34	SoC integrated chip development software (SoC芯片集成開發軟件). . .	Shanghai HOSIN Global	2023SR0799749	PRC	July 5, 2023
35	SSD power tuning software (SSD功耗調 優軟件)	Shanghai HOSIN Global	2023SR0798539	PRC	July 5, 2023

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No.	Copyright Name	Registered Owner	Registration Number	Place of Registration	Date of Registration
36	Dynamic voltage and frequency conditioning testing software for LPDDR4/LPDDR5 (LPDDR4/LPDDR5的動態電壓與頻率調節測試軟件)	HOSIN Global Storage	2023SR0470960	PRC	April 13, 2023
37	LPDDR4/LPDDR5 performance detection system (LPDDR4/LPDDR5性能檢測系統)	HOSIN Global Storage	2023SR0471247	PRC	April 13, 2023
38	LPDDR4/LPDDR5 chip test temperature monitoring system (LPDDR4/LPDDR5芯片測試溫度監控系統)	HOSIN Global Storage	2023SR0471290	PRC	April 13, 2023
39	Auxiliary software to view LPDDR4/LPDDR5 information in bulk (批量查看LPDDR4/LPDDR5信息的輔助軟件)	HOSIN Global Storage	2023SR0453867	PRC	April 10, 2023
40	LPDDR4/LPDDR5 test data analysis system (LPDDR4/LPDDR5測試數據分析系統)	HOSIN Global Storage	2023SR0453868	PRC	April 10, 2023
41	IC-compatible platform test software for LPDDR4/LPDDR5 (LPDDR4/LPDDR5的IC兼容展訊平台測試軟件)	HOSIN Global Storage	2023SR0424436	PRC	March 31, 2023
42	IC-compatible MediaTek platform test software for LPDDR4/LPDDR5 (LPDDR4/LPDDR5的IC兼容聯發科平台測試軟件)	HOSIN Global Storage	2023SR0424427	PRC	March 31, 2023
43	Burn-in test software for the IC of LPDDR4/LPDDR5 (LPDDR4/LPDDR5的IC的老化測試軟件)	HOSIN Global Storage	2023SR0424428	PRC	March 31, 2023
44	IC-compatible Qualcomm platform test software for LPDDR4/LPDDR5 (LPDDR4/LPDDR5的IC兼容高通平台測試軟件)	HOSIN Global Storage	2023SR0424435	PRC	March 31, 2023
45	Die screening analysis system for LPDDR4/LPDDR5 (LPDDR4/LPDDR5的Die篩選分析系統)	HOSIN Global Storage	2023SR0424426	PRC	March 31, 2023
46	LPDDR4/LPDDR5 self-refresh, data retention testing software (LPDDR4/LPDDR5自刷新、數據保存能力測試軟件)	HOSIN Global Storage	2023SR0425896	PRC	March 31, 2023

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47	Flash chip timing detection device and control system (閃存芯片時序檢測裝置控制系統)	Hefei Kaimeng	2024SR1751212	PRC	November 12, 2024
48	UFS performance test data management and analyzing platform (UFS性能測試數據管理分析平台)	Hefei Kaimeng	2024SR1751170	PRC	November 12, 2024
49	UFS abnormal power down test control software (UFS異常掉電測試控制軟件)	Hefei Kaimeng	2024SR0748792	PRC	May 31, 2024
50	UFS data intelligent detection system (UFS數據讀寫智能檢測系統)	Hefei Kaimeng	2024SR0726388	PRC	May 28, 2024
51	Flash chips intelligent test data processing systems (閃存芯片智能測試數據處理系統)	Hefei Kaimeng	2024SR0211896	PRC	February 1, 2024
52	UFS reliability test and analysis software (UFS可靠度測試分析軟件)	Hefei Kaimeng	2024SR0197841	PRC	January 30, 2024
53	UFS firmware test software (UFS固件測試軟件)	Hefei Kaimeng	2024SR0186740	PRC	January 29, 2024
54	UFS overclocked burn-in test system (UFS超頻壽命老化測試系統)	Hefei Kaimeng	2024SR0185622	PRC	January 29, 2024
55	FlySlice Technology for FPGA high speed data transfer performance test and evaluation software in PCIE link bridge mode (杭州菲數科技適用於FPGA在PCIE鏈路橋模式下的高速數據傳輸性能測試與評估軟件)	FlySlice	2022SR1610197	PRC	December 25, 2022
56	FPGA high-speed data distribution architecture system based on RDMA (基於RDMA的FPGA高速數據分發架構系統)	FlySlice	2022SR1610199	PRC	December 25, 2022
57	FlySlice Technology Zynq Embedded Interface Transparent Transmission Network Server Software (杭州菲數科技zynq嵌入式接口透傳網絡服務端軟件)	FlySlice	2022SR1610200	PRC	December 25, 2022
58	FlySlice utilized raspberry pi SPI-controlled relay for automatic chip power on/off software (菲數通過樹莓派SPI控制繼電器實現芯片自動通斷電軟件)	FlySlice	2022SR1610198	PRC	December 25, 2022

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No.	Copyright Name	Registered Owner	Registration Number	Place of Registration	Date of Registration
59	General service driver software for FPGAs under PCIE links (適用於FPGA在PCIE鏈路下的通用業務驅動軟件)	FlySlice	2022SR1537242	PRC	November 18, 2022
60	Multi-type IO data logging software based on embedded Linux system (基於嵌入式linux系統的多類型IO數據記錄軟件)	FlySlice	2022SR1537293	PRC	November 18, 2022
61	Project management system software (項目管理系統軟件).	FlySlice	2022SR1475299	PRC	November 7, 2022
62	Business-layer software for FPGA-based integration storage and computing platforms (適用於FPGA存算一體化平台的業務層軟件)	FlySlice	2022SR1475298	PRC	November 7, 2022
63	BOM management system software (BOM管理系統軟件)	FlySlice	2022SR1475304	PRC	November 7, 2022
64	FlySlice tagged data storage system based on the 8K sector FLASH (杭州菲數基於8K扇區FLASH標籤化數據存儲系統).	FlySlice	2022SR1473199	PRC	November 4, 2022
65	CNN-based compute acceleration driver software for FPGA (基於FPGA的CNN計算加速驅動軟件)	FlySlice	2020SR0463687	PRC	May 18, 2020
66	CNN network model resolution software for FPGAs (面向FPGA的CNN網絡模型解析軟件)	FlySlice	2020SR0463693	PRC	May 18, 2020
67	FlySlice FPGA-based rsa encryption and decryption module software (菲數基於FPGA的rsa加解密模塊軟件).	FlySlice	2016SR392420	PRC	December 24, 2016
68	FlySlice FPGA accelerator board supporting software for OPENCL support (菲數支持OPENCL的FPGA加速板卡支持軟件)	FlySlice	2016SR392427	PRC	December 24, 2016

Domain Name

As of the Latest Practicable Date, we had registered the following internet domain names which we considered to be material to our business:

No	Domain Name	Registered Owner	Expiry Date
1	hosinglobal.com	Company	December 26, 2027

Save as disclosed above, as of the Latest Practicable Date, there were no other intellectual property rights which are or may be material in relation to our business.

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FURTHER INFORMATION ABOUT OUR DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

Disclosure of Interests

Interests of the Directors and chief executive of our Company

Save as disclosed below, immediately following the completion of the [REDACTED], and Conversion of Unlisted Shares into H Shares, assuming that the [REDACTED] is not exercised, the interests and/or short positions of our Directors and the chief executive of our Company in the Shares, underlying Shares and debentures of our Company and any interests and/or short positions in shares, underlying shares or debentures of any of our Company’s associated corporations (within the meaning of Part XV of the SFO) which will have to be notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and/or short positions which they are taken or deem to have under such provisions of the SFO), or which will be required, pursuant to Section 352 of the SFO, to be entered in the register referred to therein, or which will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules, to be notified to our Company, once the H Shares are [REDACTED] on the Stock Exchange, are listed below:

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(i) Interest in our Company

Save as disclosed below, no Directors or the chief executive will, directly or indirectly, be interested in the shares or underlying shares of our Company.

Name	Position	Nature of interest	Number and description of Shares held ⁽¹⁾	Approximate percentage of shareholding in Unlisted Shares/ H Shares ⁽²⁾	Approximate percentage of shareholding in our total share capital ⁽²⁾
Mr. Wu ⁽³⁾	Chairperson of our Board and executive Director	Interest in controlled corporation, beneficial owner	[REDACTED] Unlisted Shares [REDACTED] H Shares	[REDACTED]% [REDACTED]%	[REDACTED]% [REDACTED]%
Ms. Liang Qiyan (梁啓燕) ⁽⁴⁾ . .	Executive Director	Beneficial owner	400,000 H Shares	[REDACTED]%	[REDACTED]%
Mr. Zhang Yun (張雲) ⁽⁵⁾ . . .	Executive Director	Beneficial owner	100,000 H Shares	[REDACTED]%	[REDACTED]%

Notes:

- (1) All interests stated are long positions.
- (2) The calculation is based on the total number of [REDACTED] Unlisted Shares and [REDACTED] H Shares in issue upon [REDACTED] comprising (i) an aggregate of [REDACTED] H Shares to be converted from the Unlisted Shares and (ii) [REDACTED] H Shares to be [REDACTED] pursuant to the [REDACTED] (without taking into account the H Shares which may be issued upon the exercise of the [REDACTED] or pursuant to the Pre-[REDACTED] Share Option Scheme).
- (3) As of the Latest Practicable Date, Xinruilai was owned as to approximately 71.76% by Mr. Wu. Mr. Wu was the general and executive partner of Hongxin Micro, Shenzhen Jubang, Hongxin Chuang, Hongxintai No. 2, Hosintai, Ningbo Zhaohan, Ningbo Zhaoxin and Hangzhou Feisuan.

By virtue of the SFO, Mr. Wu was deemed to be interested in the Shares held by each of Xinruilai, Hongxin Micro, Shenzhen Jubang, Hongxin Chuang, Hongxintai No. 2, Hosintai, Ningbo Zhaohan, Ningbo Zhaoxin, and Hangzhou Feisuan. For further details, please refer to the section headed “Substantial Shareholders” in this document.

As of the Latest Practicable Date, Mr. Wu was granted 2,880,000 options under the Pre-[REDACTED] Share Option Scheme by our Company, upon the exercise of which the same number of Shares will be issued.
- (4) As of the Latest Practicable Date, Ms. Liang Qiyan was granted 400,000 options under the Pre-[REDACTED] Share Option Scheme by our Company, upon the exercise of which the same number of Shares will be issued.
- (5) As of the Latest Practicable Date, Mr. Zhang Yun was granted 100,000 options under the Pre-[REDACTED] Share Option Scheme by our Company, upon the exercise of which the same number of Shares will be issued.

(ii) Interest in our associated corporations

So far as our Directors are aware, immediately following the completion of the [REDACTED], no Directors or the chief executive will, directly or indirectly, be interested in the shares or underlying shares of the associated corporations of our Company.

Interests of substantial Shareholders

Save as disclosed in the section headed “Substantial Shareholders” in this document, immediately following the completion of the [REDACTED] and the Conversion of Unlisted Shares into H Shares and without taking into account any Shares which may be issued pursuant to the exercise of the [REDACTED], our Directors are not aware of any other person (other than our Directors or chief executive) who will have an interest or short position in our Shares or the underlying Shares

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which would fall to be disclosed to us and the Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO, or who is, directly or indirectly, interested in 10% or more of the issued voting shares of our Company or any other members of our Group.

Particulars of the Service Contracts and Letters of Appointment

We [have entered] into a service contract or a letter of appointment with each of our Directors in respect of, among other things, compliance with the relevant laws and regulations and the Articles of Association.

Save as disclosed above, we have not entered, and do not propose to enter, any service contracts with any of our Directors in their respective capacities as Directors (excluding contracts expiring or determinable by the employer within one year without payment of compensation (other than statutory compensation)).

Remuneration of Directors

The aggregate remuneration paid and benefits in kind granted to our Directors by our Group in respect of the last completed financial year, being the year ended December 31, 2025, was RMB16.5 million. For details of our Directors’ emoluments during the Track Record Period, see Note 9 to the Accountants’ Report in Appendix I to this document.

Under the arrangements in force at the date of this document, we estimate the aggregate remuneration payable to, and benefits in kind receivable by, our Directors by our Group in respect of the year ending December 31, 2026, to be approximately RMB62.8 million.

Disclaimers

Save as disclosed in this document:

- (a) none of the Directors nor any of the experts referred to in “Qualifications of Experts” below has any direct or indirect interest in the promotion of, or in any assets which have been, within the two years immediately preceding the date of this document, acquired or disposed of by, or leased to, any member of the Group, or are proposed to be acquired or disposed of by, or leased to, any member of the Group;
- (b) none of the Directors is materially interested in any contract or arrangement subsisting at the date of this document which is significant in relation to the business of our Group;
- (c) none of our Directors are interested in any business apart from our Group’s business which competes or is likely to compete, directly or indirectly, with the business of our Group; and
- (d) so far as is known to our Directors, none of our Directors or their associates or any Shareholders who are expected to be interested in 5% or more of the issued share capital of our Company has any interest in the five largest customers or the five largest suppliers of our Group.

EMPLOYEE INCENTIVE PLANS

The following is a summary of the principal terms of our employee incentive plans comprising (i) the 2019 share incentive plan (“**2019 Share Incentive Plan**”), 2021 share option incentive plan (“**2021 Share Option Incentive Plan**”), 2023 share incentive plan (“**2023 Share Incentive Plan**”) and 2024 share incentive plan (“**2024 Share Incentive Plan**”, collectively the “**Share Incentive Plans**”); and (ii) the Pre-[REDACTED] Share Option Scheme.

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Share Incentive Plans

We have adopted the Share Incentive Plans to attract and secure the talent required for the Company’s development, provide effective talent support for the Company’s accelerated growth, and enhance the Company’s ability to achieve strategic success in a competitive market. The terms of the Share Incentive Plans are not subject to the provisions of Chapter 17 of the Listing Rules.

As of the Latest Practicable Date, all the Shares underlying the Share Incentive Plans have been issued and granted, and to the extent that there is any change to the grants under the Share Incentive Plans after the [REDACTED], we will comply with the applicable Listing Rules (including the requirements under Chapter 14A of the Listing Rules applicable to grants to connected persons, if any).

Participants

The eligible participants of (i) the 2019 Share Incentive Plan include Directors, senior management members and employees of our Group; and (ii) the 2021 Share Option Incentive Plan, the 2023 Share Incentive Plan and the 2024 Share Incentive Plan include Directors and senior management members of our Company; mid-level management members and key technical personnel of our Company; mid-level and senior management members and key technical personnel of our subsidiaries; and other individuals whom our Board considers appropriate.

Forms of awards, numbers of initial participants and award Shares

Under the 2019 Share Incentive Plan, 2023 Share Incentive Plan, and 2024 Share Incentive Plan, the grantees shall subscribe for partnership interests in our employee shareholding platforms as partners in accordance with the amount of awards granted under the relevant Share Incentive Plans as approved by the Board, and make the corresponding capital contributions pursuant to the arrangements of the Board, thereby holding indirect interests in the Shares. Under the 2021 Share Option Incentive Plan, the grantees were granted the option to subscribe for partnership interests in our employee shareholding platforms. The summary of the number of initial participants and the number of award Shares granted under each Share Incentive Plan is set out below:

Share Incentive Plan	Number of initial participants	Number of initial award Shares to be granted under the Share Incentive Plan	Grant price (RMB)
2019 Share Incentive Plan ⁽¹⁾	27	4,000,000	2.20
2021 Share Option Incentive Plan	158	3,203,500 ⁽²⁾	3.00
2023 Share Incentive Plan	304	14,971,000	3.00
2024 Share Incentive Plan	180	9,303,000	3.00

Note:

- (1) The 2019 Share Incentive Plan was further amended in March 2021 with additional 5,315,500 award Shares granted to 125 eligible employees at a subscribed price of RMB2.60 per share.
- (2) Under the 2021 Share Option Incentive Plan, 2,881,500 award options granted were exercised in March 2023, while the remaining options were forfeited due to the resignation of grantee, as of the Latest Practicable Date.

Lock-up period

Prior to the [REDACTED] and for a period of three years following the [REDACTED] (the “Lock-up Period”), except as otherwise stipulated in the Share Incentive Plans, the grantees shall not directly or indirectly dispose of the partnership interests held in the relevant employee shareholding platforms, including, but not limited to, transferring, pledging, entrusting, or subjecting such partnership interests to any nominee or trust arrangements.

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During the Lock-up Period, if a grantee (i) resigns, is dismissed, becomes incapable of performing work, dies or is legally declared deceased, or is unable to continue employment due to work-related injury, (ii) violates laws, regulations, professional ethics, internal rules of the Company, labor contract, confidentiality agreement, or non-compete agreement, (iii) breaches the obligations under the Share Incentive Plans, (iv) has partnership interests that are subject to claims, division, transfer, disposal, preservation measures, or enforcement due to personal reasons or disputes, (v) commits gross negligence or serious dereliction of duty causing material loss to the Company, (vi) establishes employment or service relationships with other employers without the Company’s consent, adversely affecting performance, or fails to correct such behavior when requested, or (vii) is held criminally liable according to law, the grantee shall, at the request of the executive partner of the relevant employee shareholding platforms, return or transfer their partnership interests to the executive partner or its designated third party. The grantee may retain the proportion of the partnership interests corresponding to the period of continuous service completed during the Lock-up Period following the [REDACTED], while the portion corresponding to the unfulfilled Lock-up Period shall be returned or transferred in accordance with the requirements of the executive partner.

Details of the Grantees

As of the Latest Practicable Date, there are 12 employee shareholding platforms, among which Hongxintai No. 2, Hosintai, Ningbo Zhaohan, Ningbo Zhaoxin and Hangzhou Feisuan hold 3.84%, 2.82%, 0.86%, 0.64% and 0.56%, respectively, of the shareholding in our Company.

For details of awards granted to Directors, members of senior management, or connected persons of our Company under the Share Incentive Plans, please refer to the paragraphs headed “History, Development and Corporate Structure — Corporate Structure” of this document.

Pre-[REDACTED] Share Option Scheme

The following is a summary of the principal terms of the Pre-[REDACTED] Share Option Scheme adopted on December 18, 2025. The Pre-[REDACTED] Share Option Scheme is not subject to the approval requirement under Chapter 17 of the Listing Rules as it does not involve the grant of Shares or the grant of options by our Company to subscribe for the Shares after the [REDACTED]. Terms of the Pre-[REDACTED] Share Option Scheme does not need to comply with provisions under Chapter 17 of the Listing Rules so long as no further options may be granted thereunder after the [REDACTED].

We have applied to the Stock Exchange and the SFC, respectively, for (i) a waiver from strict compliance with the disclosure requirements under Rule 17.02(1)(b) of the Listing Rules and paragraph 27 of Appendix D1A to the Listing Rules; and (ii) a certificate of exemption under section 342 of the Companies (Winding Up and Miscellaneous Provisions) Ordinance from strict compliance with the disclosure requirements of paragraph 10(d) of Part I of the Third Schedule to the Companies (Winding Up and Miscellaneous Provisions) Ordinance. For more details, see “Waivers and Exemption”.

Purpose

The purpose of the Pre-[REDACTED] Share Option Scheme is to attract and retain the talent required for our Company’s development, provide a strong talent base to support the acceleration of our Company’s growth, and enhance our Company’s competitiveness in the market. Our Company intends to implement the Pre-[REDACTED] Share Option Scheme as a long-term incentive mechanism, with share options serving as the linkage.

Administration

The Pre-[REDACTED] Share Option Scheme is subject to the approval of the Shareholders’ meeting, administration of the Board and the supervision of the Audit Committee.

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Eligibility

Eligible participants under the Pre-[REDACTED] Share Option Scheme include the Directors, senior management and core employees of our Company, excluding independent non-executive Directors.

Each eligible participant shall maintain an employment or labor relationship with our Company or any of its subsidiaries during the relevant review period as specified in the terms of the Pre-[REDACTED] Share Option Scheme.

Grantees

There are total 46 grantees under the Pre-[REDACTED] Share Option Scheme, which include three Directors, two senior management members (other than directors) and one other connected person and 40 core employees of our Company.

Maximum Number of Shares

The maximum number of underlying Shares under the Pre-[REDACTED] Share Option Scheme shall not exceed 10% of the total issued share capital of our Company at the time when the Pre-[REDACTED] Share Option Scheme is considered and approved by the Shareholders’ meeting.

The maximum number of Shares to be granted to each grantee under the Pre-[REDACTED] Share Option Scheme shall not exceed 1% of the total issued share capital of our Company at the time when the Pre-[REDACTED] Share Option Scheme is considered and approved by the Shareholders’ meeting.

Source of Shares

The options granted under the Pre-[REDACTED] Share Option Scheme (the “Option(s)”) will entitle the grantees to subscribe for Shares to be issued by our Company after the [REDACTED]. All of the Options must be granted before the [REDACTED].

Validity

The Pre-[REDACTED] Share Option Scheme shall be valid and effective from the date of grant until all Options granted thereunder have either been exercised in full or cancelled, subject to a maximum term of 42 months from the [REDACTED].

Vesting Period

The vesting period of the Options shall commence on the date of grant and end on the date falling six months after the date of grant or the [REDACTED], whichever is later. No Options shall be transferred, used as a form of guarantee or as a repayment of debt by any grantee prior to the expiry of the vesting period.

Exercise Period and Exercise Conditions

Subject to the terms and conditions of the Pre-[REDACTED] Share Option Scheme and the grant agreement entered into with the grantee, the Options shall be exercised by the grantee on any trading day within the exercise period, provided that no Option shall be exercisable prior to the expiry of the vesting period. The exercise of any Option shall be further subject to the satisfaction of the prescribed exercise conditions under the Pre-[REDACTED] Share Option Scheme.

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The grantees may exercise their Options in three tranches as follows:

	Exercise period	Maximum portion of Options which may be exercised
First exercise period	Commencing on the first trading day of the H Share immediately following the expiry of the vesting period and ending on the last trading day within 12 months from the date of expiry of the vesting period	30%
Second exercise period	Commencing on the first trading day immediately following the expiry of 12 months from the expiry of the vesting period and ending on the last trading day within 24 months from the date of expiry of the vesting period	30%
Third exercise period	Commencing on the first trading day immediately following the expiry of 24 months from the expiry of the vesting period and ending on the last trading day within 36 months from the date of expiry of the vesting period	40%

Any Option that is not exercised within the prescribed exercise period or which fails to satisfy the applicable exercise conditions shall be cancelled in accordance with the terms of the Pre-[REDACTED] Share Option Scheme.

Exercise Price

The exercise price of the Options is RMB3.00 per Share.

If, during the period from the approval date of the Pre-[REDACTED] Share Option Scheme to the date on which the Options are exercised, our Company undertakes any capitalization of capital reserves, distribution of share dividends, share subdivision or consolidation, rights issue or dividend distribution, appropriate adjustments shall be made to the exercise price of the Options in accordance with the relevant provisions of the Pre-[REDACTED] Share Option Scheme.

Lock-up Periods and Restrictions

The grantees under the Pre-[REDACTED] Share Option Scheme shall comply with the applicable lock-up periods and restriction requirements under the relevant laws and regulations.

Outstanding Options Granted under the Pre-[REDACTED] Share Option Scheme

As of the Latest Practicable Date, the number of underlying Shares pursuant to the outstanding Options amounted to 6,095,000 Shares, representing approximately [REDACTED]% of the issued Shares immediately following the completion of the [REDACTED] (assuming the [REDACTED] is not exercised and no additional Shares are issued pursuant to the Pre-[REDACTED] Share Option Scheme).

As of the Latest Practicable Date, the outstanding options were held by 45 grantees. Assuming full exercise of all outstanding options granted under the Pre-[REDACTED] Share Option Scheme and the [REDACTED] is not exercised, the issued and outstanding shareholding of our Shareholders immediately following completion of the [REDACTED] be diluted by approximately [REDACTED]%.

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The table below sets forth the details of options granted to Directors, members of senior management or connected persons of our Company under the Pre-[REDACTED] Share Option Scheme as of the Latest Practicable Date:

Name	Position in our Group	Date of grant	Grant price (RMB)	Number of Shares underlying the outstanding Options	Approximate percentage of issued shares immediately after completion of the [REDACTED] ⁽¹⁾
<i>Directors and members of senior management of our Company</i>					
Mr. Wu Yisheng (吳奕盛)	Chairperson of our Board, executive Director and general manager	December 18, 2025	3.00	2,880,000	[REDACTED]%
Mr. Liu Weibo (劉維波)	Deputy general manager and finance director	December 18, 2025	3.00	500,000	[REDACTED]%
Ms. Liang Qiyao (梁啟燕)	Executive Director and deputy general manager	December 18, 2025	3.00	400,000	[REDACTED]%
Mr. Zhu Zixuan (朱子軒)	Deputy general manager and secretary to the Board	December 18, 2025	3.00	300,000	[REDACTED]%
Mr. Zhang Yun (張雲)	Executive Director and deputy general manager	December 18, 2025	3.00	100,000	[REDACTED]%
<i>Connected person of our Company</i>					
Mr. Li Wenjun (李文俊)	Director of HOSIN Global Storage	December 18, 2025	3.00	500,000	[REDACTED]%

Note:

- (1) The calculation is based on the assumption that the [REDACTED] is not exercised and no additional Shares are issued pursuant to our Pre-[REDACTED] Share Option Scheme.

The table below sets forth the details of outstanding options granted to other grantees (excluding Directors, members of senior management or connected person of our Company) under the Pre-[REDACTED] Share Option Scheme as of the Latest Practicable Date:

Category by number of underlying shares	Number of grantees	Date of grant	Grant price (RMB)	Number of Shares underlying the outstanding options	Approximate percentage of issued shares immediately after completion of the [REDACTED] ⁽¹⁾
1 to 99,999	35	December 18, 2025	3.00	615,000	[REDACTED]%
100,000 to 300,000	4	December 18, 2025	3.00	800,000	[REDACTED]%

Note:

- (1) The calculation is based on the assumption that the [REDACTED] is not exercised and no additional Shares are issued pursuant to our Pre-[REDACTED] Share Option Scheme.

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OTHER INFORMATION

Estate Duty

Our Directors have been advised that no material liability for estate duty is likely to fall on our Company or any of our subsidiaries.

Litigation

As of the Latest Practicable Date, no member of our Group is engaged in any litigation, arbitration or claim of material importance, and no litigation, arbitration or claim of material importance is known to our Directors to be pending or threatened by or against our Company that would have a material adverse effect on our Company’s results of operations or financial condition.

Sole Sponsor

The Sole Sponsor has made an application on behalf of our Company to the Stock Exchange for the [REDACTED] of, and permission to [REDACTED] in, (i) our H Shares to be [REDACTED] pursuant to the [REDACTED], (ii) the H Shares to be converted from our existing Unlisted Shares and (iii) the H Shares to be issued under the Pre-[REDACTED] Share Option Scheme. The Sole Sponsor satisfies the independence criteria applicable to sponsors set out in Rule 3A.07 of the Listing Rules. The Sole Sponsor will receive an aggregate of USD300,000 for acting as the Sole Sponsor for the [REDACTED].

Preliminary Expense

As of Latest Practicable Date, our Company did not incur any preliminary expenses.

Promoters

The promoters of our Company were all three then-shareholders of our Company at the time of our Company’s establishment as a joint stock company with limited liability on December 18, 2018, namely Xinruilai, RealYou Investment and Shenzhen Jubang.

Within the two years immediately preceding the date of this document, no cash, securities or other benefit has been paid, allotted or given, nor are any proposed to be paid, allotted or given to any promoters in connection with the [REDACTED] or the related transactions described in this document.

Qualifications of Experts

The qualifications of the experts who have given opinions or advice in this document are as follows:

Name	Qualification
China Securities (International) Corporate Finance Company Limited	A licensed corporation to conduct Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities (as defined under SFO)
Ernst & Young	Certified Public Accountants and Registered Public Interest Entity Auditor
AllBright Law Offices	Legal advisor to our Company as to PRC law
Frost & Sullivan (Beijing) Inc., Shanghai Branch Co.	Independent Industry Consultant

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Name	Qualification
Ernst & Young (China) Advisory Limited Shenzhen Branch Office	Independent transfer pricing consultant to our Company

Consents of Experts

Each of the experts referred to in “Qualification of Experts” above has given and has not withdrawn its written consent to the issue of this document with the inclusion of its reports, letters or opinions (as the case may be) and the references to its name included herein in the form and context in which they are included.

Taxation of Holders of H Shares

The sale, purchase and transfer of H Shares registered with our Hong Kong branch register of members will be subject to Hong Kong stamp duty. The current rate charged on each of the purchaser and seller is 0.1% of the consideration of or, if higher, of the fair value of our Shares being sold or transferred. For further information in relation to taxation, see “Appendix III — Taxation and Foreign Exchange.”

Restriction on Share Repurchases

For details of the restrictions on share repurchases by our Company, please refer to the sections headed “Summary of Principal Legal and Regulatory Provisions” in Appendix IV and “Summary of the Articles of Association” in Appendix V to this document.

No Material Adverse Change

Our Directors confirm that, as of the date of this document, there has been no material adverse change in our financial position or prospects since April 30, 2026.

Binding Effect

This document shall have the effect, if any application is made pursuant hereto, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of Sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance as far as applicable.

Bilingual Document

The English language and Chinese language versions of this document are being published separately in reliance upon the exemption provided by Section 4 of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

Miscellaneous

Save as disclosed in this document:

- (a) within the two years immediately preceding the date of this document:
 - (i) no share or loan capital of our Company or any of our subsidiaries had been issued or agreed to be issued or proposed to be fully or partly paid either for cash or a consideration other than cash;
 - (ii) no commissions, discounts, brokerages or other special terms had been granted or agreed to be granted in connection with the issue or sale of any share or loan capital of our Company or any of our subsidiaries; and

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- (iii) no commission had been paid or payable for subscription, agreeing to subscribe, procuring subscription or agreeing to procure subscription of any share or debenture in our Company or any of our subsidiaries;
- (b) no share or loan capital of our Company or any of our subsidiaries had been under option or is agreed conditionally or unconditionally to be put under option;
- (c) no founder, management or deferred shares, convertible debt securities nor any debentures in our Company or any of our subsidiaries have been issued or agreed to be issued;
- (d) there has not been any interruption in the business of our Group which may have or has had a significant effect on the financial position of our Group in the 12 months preceding the date of this document;
- (e) our Group has no outstanding convertible debt securities or debentures;
- (f) there is no arrangement under which future dividends are waived or agreed to be waived;
- (g) none of our equity and debt securities is listed or dealt with in any other stock exchange nor is any listing or permission to deal being or proposed to be sought; and
- (h) all necessary arrangements have been made to enable the H shares to be admitted into **[REDACTED]** for clearing and settlement.